

Minutes of the 15^h Governing Body meeting

- Date:** Tuesday, 4th April 2023
- Time:** 4pm – 6.40pm, Tourism & Leisure Building boardroom, Waterford campus
- Chair:** Professor Patrick Prendergast
- Attendees:** Professor Veronica Campbell
Mr Jim Bergin
Mr Kevin Lewis
Ms Pauline Oakes
Dr David Dempsey
Ms Louise Grubb
Mr Richard Lacey
Ms Sarah Clarke
Ms Cynthia Ní Mhurchú (via MS Teams)
Dr Kathleen Moore Walsh (via MS Teams)
Mr Ray Ryan (via MS Teams)
Ms Quynh Nguyen (via MS Teams)
Ms Ruth Beadle (via MS Teams)
Mr Mark Dunne (via MS Teams)
- Apologies:** Mr Patrick Curtin
Professor Marie-Christine Ho Ba Tho
- In attendance under the Code of Governance:**
Ms Elaine Sheridan, Vice President for Corporate Affairs and Finance
Mr Cormac O’Toole, Vice President for Corporate Affairs
- In attendance for Agenda Item 3**
Mr Paul Quirke, Capital Projects Manager
Mr Keith Williams, Capital Projects Manager
- In attendance for Agenda Item 4**
Dr Richard Hayes, Vice President Strategy
Dr Graham Love, Mazars
- In attendance for Agenda Item 5**
Dr Derek O’Byrne, Vice President Academic Affairs & Registrar
Dr David Denieffe, Vice President Academic Affairs
- Secretariat:** Ms Annette Byrne

Item Title	
1.	<p><u>Chairperson’s Opening:</u></p> <p>1.1 <u>Welcome & approval of Agenda</u> Prof Prendergast confirmed the meeting was quorate, he confirmed approval of the agenda and commenced the normal business.</p> <p>1.2 <u>Conflict of Interest</u> NOTED The Chairperson asked members if they had any conflicts of interest to declare particularly associated with items on the meeting agenda. No member present declared a conflict for this meeting.</p> <p>1.3 <u>Approval of minutes: 7th March 2023</u> AGREED To approve the minutes of 7th March 2023 and to publish on the website.</p> <p>1.4 <u>Terms of Reference – Audit & Risk Committee</u> AGREED Approval of revised Terms of Reference for the Audit & Risk committee as presented.</p> <p>ACTION Version 1.3 published on the web.</p> <p>1.5 <u>Membership of Finance & Capital Investment Committee</u> NOTED The Chairperson outlined details of proposed membership of the above committee and recommended the following;</p> <ul style="list-style-type: none"> • Mr Alan Quirke – External member <p>AGREED To approve membership as presented. The Chairperson indicated that a third position for an external member remains and expects to bring forward a proposal at the May meeting.</p> <p>1.6 <u>Matters arising (Action Log)</u> NOTED The Chairperson provided further updates regarding the Action Log highlighting items that are in progress or have been completed, therefore closed out and a number of matters currently in progress.</p> <p>The Chairperson indicated an additional item on sectoral representation would be reported on later in the meeting.</p> <p>There were no other matters arising.</p>
2.	<p><u>President’s Section:</u></p> <p>NOTED The President reported on a number of matters to the Governing Body as follows:</p> <ul style="list-style-type: none"> • Recent visit from Minister Harris who confirmed funding to enable SETU purchase lands at the former Waterford Crystal site; • Acquisition of site at Wexford underway as no appeals lodged during Phase 1; • Additional clarification provided to HEA regarding Pharmacy and Veterinary medicine programmes and hopeful that confirmation regarding status of same will be available in the coming weeks; • IFORM project; PI status awarded to SETU, awaiting confirmation of SETU allocation of €19m fund over a 6-year period; • Vista Milk project – €1.4M awarded; • SETU’s Great Agri Debate team crowned winners at a recent event in London; • Civic reception hosted by Wexford County Council to honor the Chairperson, Professor Prendergast and his contribution to higher education. The Chairperson expressed his gratitude to Wexford County Council for the recognition. The Governing Body conveyed their congratulations to the Chairperson.

Mr Lacey sought clarification regarding the specific area of lands allocated to SETU at the former Waterford Crystal site. It was noted that the Governing Body has ultimate responsibility for final approval of this transaction and also that legal and environmental due diligence processes will precede final approval for purchase. The President acknowledged the tremendous efforts exercised by Ms Sheridan and the team in progressing this matter.

The Chairperson enquired as to the availability of a source that would enable the Governing Body to track the progress of the organisation. The President suggested that the implementation plan around the Strategic Plan would assist this process. Mr Bergin also suggested that it would be beneficial to map out particular target dates for statutory/departmental returns. The Chairperson requested that the President and Executive team give this matter further consideration and develop accordingly.

ACTION: The President & Executive team to address the provision of a suitable mechanism that outlines and tracks the progress of SETU.

3. Capital Update:

NOTED Mr Quirke and Mr Williams were welcomed to the meeting. They provided an update regarding the provision of purpose-built student accommodation at Carlow and Waterford sites. In both instances the following matters have been attended to;

- Demand determined;
- Sites identified;
- Preliminary feasibility studies complete;
- Residences design concepts drafted.

The financial impact of providing such facilities, including construction costs were outlined. It was also indicated where Government assistance would be required. Further detail provided included the next steps in this process which requires the development of a business case to support the proposals. Mr Williams indicated that in order to maintain momentum with regards to this project it would be appropriate to share preliminary feasibility studies with the DFHERIS. This particular matter has been examined in detail by the Finance & Capital Investment committee who have indicated an enthusiasm to see these proposals developed further.

The Chairperson thanked Mr Williams & Mr Quirke for their presentation and they left the meeting. The Governing Body expressed some reservations in terms of project costings, long delivery timelines and if alternative or pre-existing options in the short-medium term are available to help alleviate the accommodation crisis. The President indicated that analysis of this matter is being conducted through a student services group and that a Strategic Assessment Review/Preliminary Business Case will examine a number of possible options. The Chairperson thanked all for their input.

... Technological Higher Education Sectoral Representation (additional item)

NOTED The Chairperson attended to an additional matter at this stage. He informed the Governing Body that Ms Ní Mhurchú had attended on his behalf, a seminar organised by the OECD regarding "*Technological higher education sector representation in Ireland*". Ms Ní Mhurchú provided a report and suggested that it would be beneficial for SETU to make a submission regarding the findings and policy options for a representative body. The Chairperson thanked Ms Ní Mhurchú for attending the seminar, endorsed her comments and indicated that he and the President would progress the matter further.

ACTION: Chairperson and President to respond and input directly as suggested above.

<p>4.</p>	<p><u>Strategic Plan:</u></p> <p>NOTED Dr Hayes was welcomed to the meeting and Dr Love (Mazars) joined remotely. The President commenced by outlining that the Executive Management team has reviewed and approved the draft document as presented which incorporates further feedback and consultation from the previous iteration. She indicated that this has also been through some discussion with the HEA and DFHERIS. The timeline outlined has now reached completion and once endorsed it is proposed that the next steps will involve final design work, proof-reading, translation and preparation of a summarised version for a cohort of external audiences. The President also indicated arrangements for the formal launch of the Strategic Plan. In concluding, the President sought approval of Version 4 of the Strategic Plan with a view to moving on to an implementation phase over the next five years. The Governing Body endorsed the Strategic Plan commending the work and people that have given so much dedication to this particular matter. In order to provide additional strength and robustness to the plan, the Governing Body made some final suggestions as follows;</p> <ul style="list-style-type: none"> • Amendments to the ambition around increased enrolments; • More specifics around staff leadership; • A better balance to include staff, students and industry activities; • Ensure that relevant points in the full document are carried through as appropriate in infographics; • Annotate the reason behind “0 Professors” or otherwise explain it in the dashboard; <p>To conclude the discussion Dr Love, in providing assurance to the Governing Body, stated that the process of planning and preparing the Strategic Plan has been a very intense and rigorous one and now leads its way to turning the plan into a reality, notwithstanding the need for adequate resourcing in order to generate a successful implementation phase. The Chairperson proposed approval of the Strategic Plan, subject to suggested changes as noted.</p> <p>AGREED Unanimous approval of the Strategic Plan (Version 4). The President expressed particular thanks to Dr Hayes for his tireless contribution to the development of the Strategic Plan. She also thanked Dr Love for his assistance. Dr Hayes and Dr Love left the meeting.</p> <p>The meeting took a short recess at this point.</p>
<p>5.</p>	<p><u>Strategic discussion on CAO admissions:</u></p> <p>NOTED Dr O’Byrne and Dr Denieffe attended the meeting. Following on from the discussion at the previous meeting Dr O’Byrne commenced by providing further details pertaining to the admission of students from the region highlighting movement in offers, acceptances and registrations. Dr Denieffe further outlined details regarding the percentage of students studying at SETU from the South East and bordering counties. The presentation also included full analysis of domiciliary origin of full-time students, SETU's share of each county's HEI full-time student population and Feeder Schools for SETU. Dr O’Byrne continued by providing details of work to be done in terms of an integrated academic portfolio and improving on the attractiveness of SETU for increased conversion rates. The Chairperson thanked both for their presentation and opened the floor to comments or advice. It was emphasised the merits of what SETU has to offer and this should continue to be highlighted. It was also suggested that regardless of the “points race” there is uniqueness in placement offerings which will help strengthen perceptions of what SETU can provide. Further discussion continued. In concluding, the Chairperson thanked Dr O’Byrne and Dr Denieffe and requested that the Governing Body is kept informed in matters relating to admissions.</p>
<p>6.</p> <p>6.1</p>	<p><u>Corporate Administration:</u></p> <p><u>Gender Identity & Expression Policy</u></p> <p>AGREED Recommendation from the Policy Review committee to approve the above policy. Agreement to approve the Gender Identity & Expression Policy as presented.</p>

6.2	<p><u>Annual Governance Statements to HEA (ITC, WIT & SETU)</u></p> <p>NOTED Ms Sheridan provided context to the requirement for Annual Governance Statements and informed the Governing Body that the Audit & Risk committee have conducted a comprehensive review of same at their most recent meeting. She outlined that an additional task is required this year regarding approval of the statements for the two legacy institutes. The Governing Body were given the opportunity to further call out any issues deemed appropriate. The Chairperson recommended that all was in order and therefore proposed approval of the statements listed above.</p> <p>AGREED To approve Annual Governance Statements for ITC and WIT (Sept 2021-Apr 2022) and SETU (May 2022- Aug 2022) for submission to the HEA.</p> <p>ACTION Chairperson and President to sign the appropriate statements outlined above and submit to the HEA.</p>
6.3	<p><u>HEA Budget Process</u></p> <p>NOTED The Chairperson indicated that the Finance & Capital Investment committee had received a detailed presentation on the budget process at their meeting the previous Friday. Mr O’Toole outlined headline detail regarding the following and indicated that the 2022 Outturn shows a positive result with 2023 moving to a breakeven position;</p> <ul style="list-style-type: none"> • Student Numbers 2021/2022 to 2025/2026; • 2022 Outturn vs 2023 Budget; • Key variance drivers; • Risks associated with achieving the budget; • 2023 Budget Summary & Projections. <p>AGREED To approve the HEA Budget submission as presented.</p>
7.	<p><u>Academic Council:</u></p> <p>NOTED Academic Council minutes for 28 February 2023. It was noted that a large proportion of external examiners constitute a local parameter and therefore suggested it would be appropriate from a quality control and assurance point of view that this is broadened to include representation from abroad. It was also noted that the Academic Council Annual Report would be made available to the Governing Body.</p>
8.	<p><u>Other matters:</u></p> <p>NOTED The Chairperson requested the President to absent herself from the meeting at this point. He continued by informing the Governing Body that a probation review of the President is now due to be carried out. He then proposed that this will be conducted by a committee consisting of Ms Beadle and himself with a view to bringing a recommendation to the Governing Body at a future meeting</p> <p>AGREED To accept the proposal outlined above and progress the relevant review.</p>
9.	<p><u>Minutes of GB Committees:</u></p> <p>The President rejoined the meeting.</p> <p>NOTED Audit & Risk committee minutes (2 March 2023). Mr Bergin highlighted the matter of Cyber Security indicating that this remains a priority on the ARC agenda. He also provided assurance to the Governing Body in terms of the Annual Governance Statement/Statement of Internal Control stressing the high dependency on Executive management.</p>

	<p>NOTED Equality, Diversity & Inclusion committee minutes (21 February 2023). Ms Clarke indicated that this was a very useful and progressive introductory meeting.</p> <p>NOTED Finance & Capital Investments committee minutes (7 February 2023).</p> <p>NOTED Policy Review committee minutes (22 November 2022).</p> <p>NOTED Nominations committee minutes (29 July, 19 October & 1 December 2022).</p>
<p>10.</p>	<p><u>AOB:</u></p> <p>NOTED The President presented a report outlining the recommendation of Dr. Yvonne Kavanagh to the role of Director of Engineering Research and Innovation funded under the Senior Academic Leadership Initiative (SALI).</p> <p>AGREED To accept and approve the recommendation outlined above.</p> <p>NOTED Proposal to conduct and facilitate training regarding the Legislative Framework on June 6th. It was suggested that it would be beneficial to provide a Doodle Poll to ascertain availability.</p> <p>ACTION Issue a Doodle Poll to all Governing Body members regarding availability for training.</p> <p>NOTED Next meeting - Tuesday 2nd May 2023 and will be conducted online.</p> <p>There being no other business to attend to, the Chairperson apologised for the overrun, thanked all and closed the meeting at 6.40pm.</p>

Signed: _____



Date: 2nd May 2023

Professor Patrick Prendergast